

Exhibit 58

Redacted Public Version

Page 1

1

2 UNITED STATES DISTRICT COURT
3 FOR THE SOUTHERN DISTRICT OF NEW YORK
4 Case No. 1:22-cv-00983-VEC

5 NIKE, INC.,

6 Plaintiff,

7 - against -

8 STOCKX LLC,

9 Defendant.

10 February 8, 2023

11
12 9:48 a.m.

13 VIDEOTAPED DEPOSITION of JOE PALLETT,
14 located at Debevoise & Plimpton LLC, 66
15 Hudson Boulevard, New York, New York 10001,
16 before Anthony Giarro, a Registered
17 Professional Reporter, a Certified Realtime
18 Reporter and a Notary Public of the State
19 of New York.

20

21

22

23

24

25

<p>1 2 APPEARANCES: 3 4 5 DLA PIPER LLP Attorneys for Plaintiff 6 1251 Avenue of the Americas New York, New York 10020 7 212.335.4964 8 BY: TAMAR DUVDEVANI, ESQ. MARC MILLER, ESQ. 9 tamar.duvdevani@dlapiper.com marc.miller@dlapiper.com 10 11 DEBEVOISE & PLIMPTON LLP 12 Attorneys for Defendant 919 Third Avenue 13 New York, New York 10022 14 BY: MEGAN K. BANNIGAN, ESQ. MAI-LEE PICARD, ESQ. 15 mkbannigan@debevoise.com mpicard@debevoise.com 16 17 DEBEVOISE & PLIMPTON LLP 18 Attorneys for Defendant 650 California Street 19 San Francisco, California 94108 20 BY: CHRISTOPHER FORD, ESQ. csford@debevoise.com 21 22 ALSO PRESENT: 23 ANTON EVANGELISTA, Videographer KIMBERLY VAN VOORHIS, ESQ., Nike 24 25</p>	<p>Page 2</p> <p>1 2 THE VIDEOGRAPHER: Good 3 morning. We are going on the record 4 at 9:48 a.m. on February 8th, 2023. 5 Please note that the microphones are 6 sensitive and may pick up whispering 7 and private conversations. Please 8 mute your phones at this time. Audio 9 and video recording will continue to 10 take place unless all parties agree 11 to go off the record.</p> <p>12 This is Media Unit 1 of the 13 video-recorded deposition of Joe 14 Pallett, taken by counsel for plaintiff, in the matter of Nike 15 Incorporated versus StockX LLC, filed 16 in the United States District Court 17 for the Southern District of New 18 York, Case No. 1:22-cv-00983-VEC. 19 The location of the deposition is 20 Debevoise & Plimpton, 66 Hudson 21 Boulevard in New York City.</p> <p>22 My name is Anton Evangelista 23 representing Veritext. And I am the 24 videographer. The court reporter is</p>
<p>1 2 STIPULATIONS 3 4 IT IS HEREBY STIPULATED AND AGREED, 5 by and among counsel for the respective 6 parties hereto, that the filing, sealing 7 and certification of the within deposition 8 shall be and the same are hereby waived;</p> <p>9 IT IS FURTHER STIPULATED AND AGREED 10 that all objections, except as to form of 11 the question, shall be reserved to the time 12 of the trial;</p> <p>13 IT IS FURTHER STIPULATED AND AGREED 14 that the within deposition may be signed 15 before any Notary Public with the same 16 force and effect as if signed and sworn to 17 before the Court.</p> <p>18 * * *</p> <p>19 20 21 22 23 24 25</p>	<p>Page 3</p> <p>1 2 Anthony Giarro from the firm 3 Veritext. 4 I'm not authorized to 5 administer an oath, I'm not related 6 to any party in this action, nor am I 7 financially interested in the 8 outcome. 9 If there are any objections 10 to the proceeding, please state them 11 at the time of your appearance. 12 Counsel and all present will 13 now state their appearances and 14 affiliations for the record, 15 beginning with the noticing attorney. 16 MS. BANNIGAN: Thank you. 17 Good morning. I'm Megan Bannigan of 18 Debevoise & Plimpton on behalf of 19 StockX. And with me are my 20 colleagues from Debevoise & Plimpton, 21 Mai-Lee Picard and Christopher Ford. 22 MS. DUVDEVANI: Good 23 morning. Tamar Duvdevani, DLA Piper, 24 on behalf of Nike, Inc. With me is 25 my colleague, Marc Miller, also with</p>

2 (Pages 2 - 5)

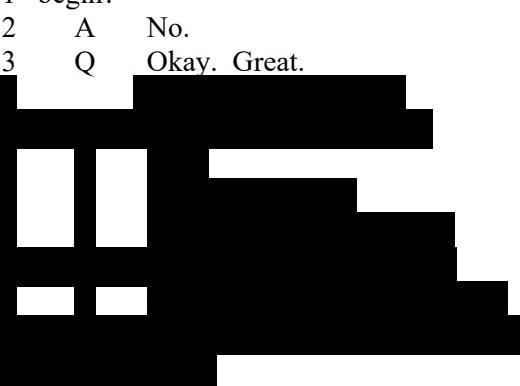
1 JOE PALLETT
2 rules we like to start with at the
3 beginning, your testimony is under oath
4 today. Because there is a court reporter
5 taking down everything that both of us
6 are saying and it may be used for trial
7 purposes or for other reasons in the case
8 going forward, let's just do a few things
9 to make sure everything is clear.
10 A Sure.
11 Q First, I will try not to
12 interrupt you. If you could let me
13 finish my questions, that would be great.
14 If you don't understand anything, please
15 let me know, and I'll try to clarify so
16 we could make sure the record is very
17 clear.
18 If you want to take a break
19 at any time, I ask that you just finish
20 the question, or we might have one or two
21 more questions to finish the topic that
22 we're talking about. But feel free to
23 let me know whenever you want to take a
24 break, and I'm happy to accommodate.
25 A Great.

ge 6

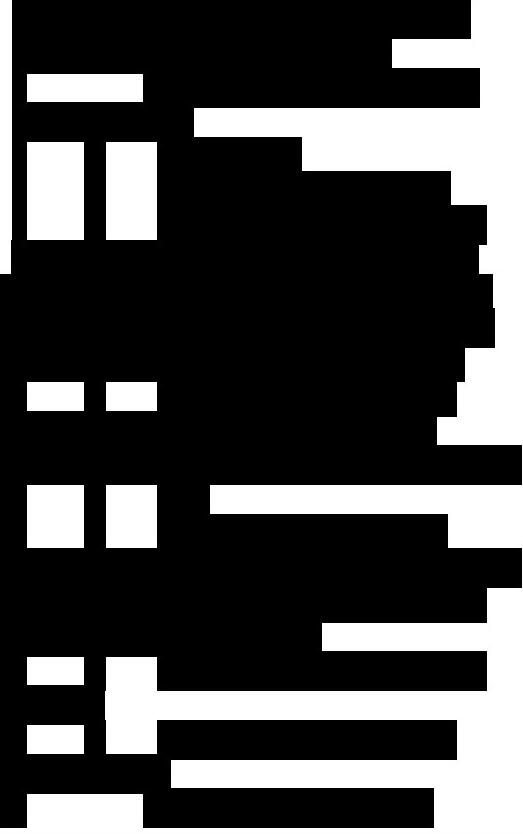
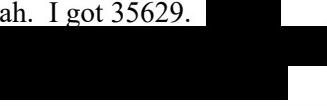
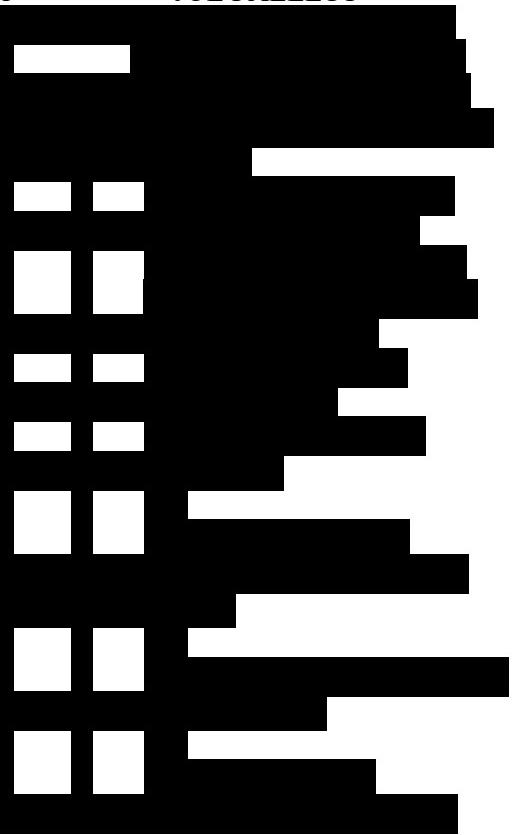
1 JOE PALLETT
2 Q And other than that, it's
3 pretty basic.
4 So the other thing I'll say
5 is please just make sure to give a spoken
6 answer instead of nodding or saying
7 mm-hmm so the court reporter can do his
8 job.

9 A Got it.

10 Q Any questions before we
11 begin?
12 A No.
13 Q Okay. Great.

A large rectangular area of the transcript has been completely redacted with black ink, obscuring several lines of dialogue. To the left of this redacted area, there are two white rectangular boxes, likely representing the original position of the redacted text. The redacted area is approximately from line 10 to line 13 of the transcript.

<p style="text-align: right;">Page 150</p> <p>1 JOE PALLETT 2 Q Were you involved in 3 specific discussions about whether this 4 project should move forward? 5 A Yes. 6 Q What were those -- well, how 7 many discussions? 8 A I can't recall exactly. 9 Q Was it a lot of them? 10 A No. 11 Q Who else was involved in 12 those discussions? 13 A Brian Fogarty, Isaiah, 14 Patrick Burke, who's listed on this 15 one-pager, Calista, Ben Edwards. 16 Q Anyone else that you can 17 recall? 18 A That's all I can recall. 19 Q Patrick Burke, who is that? 20 A Patrick Burke is a former 21 member of the brand protection team and 22 currently a member of the Nike 23 intelligence center. 24 Q What's the Nike intelligence 25 center?</p>	<p style="text-align: right;">Page 152</p> <p>1 JOE PALLETT 2 Q When you were in the 3 meetings, communicating your view -- 4 withdrawn. 5 When you were voicing your 6 concerns in the meetings about moving 7 forward with this project, was there 8 anybody who disagreed? 9 A I don't remember. I think 10 there was some discussion about whether 11 it was worth the risk. 12 Q Can you tell me more about 13 that discussion? 14 [REDACTED]</p> <p>21 Q What were the benefits of 22 using it? 23 MS. DUVDEVANI: Objection. 24 [REDACTED]</p>
<p style="text-align: right;">Page 151</p> <p>1 JOE PALLETT 2 A It is a group within Nike 3 that provides a variety of insights that 4 might affect Nike as a business. 5 Q What kind of insights? [REDACTED]</p> <p>17 A That, I don't know. 18 Q Do you know who made the 19 decision? 20 A No. 21 [REDACTED]</p> <p>24 A I don't remember 25 specifically.</p>	<p style="text-align: right;">Page 153</p> <p>1 JOE PALLETT 2 [REDACTED] [REDACTED]</p> <p>6 A Yes. 7 Q And you disagreed with that? 8 MS. DUVDEVANI: Objection. 9 Q Did you disagree with that? 10 A I disagreed with the idea 11 that it was worth the risk. I think this 12 would have solved a short-term problem 13 and created a longer-term one. 14 [REDACTED]</p> <p>17 Looking back at this 18 document in the bottom, there's a box 19 that says -- well, there's a heading, 20 "Considerations and Challenges," with a 21 checkmark do and an X don't. You see 22 that? 23 A Yes. 24 Q Underneath don't, the last 25 bullet says, [REDACTED]</p>

<p>1 JOE PALLETT </p>	<p>Page 154</p> <p>1 JOE PALLETT 2 February 2019. 3  6 A Yes. 7 Q Just let me know when you're 8 ready. I don't want to interrupt you 9 flipping through it. 10 A Sure. 11 Okay. 12 Q Anything that stood out to 13 you or surprised you as part of that 14 review that you just did? 15 A Yes. 16 Q What was that? 17 A The screenshots of -- 18 Q What page are you on? 19 A Sorry. 20 Q If you look at the bottom, 21 there's small numbers in the bottom 22 right-hand corner. 23 A Yeah. I got 35629. </p>
<p>1 JOE PALLETT </p> <p>13 MS. BANNIGAN: We're going 14 to mark as Exhibit 7, a document -- 15 an e-mail and an attached deck, 16 NIKE0035610 through NIKE0035650, and 17 the deck is labeled , dated 18 February 2019. 19 (The above-referred-to 20 document was marked as Exhibit 7 for 21 identification, as of this date.) 22 Q Have you seen this deck 23 before? 24 A I have not. 25 Q The cover of the deck is</p>	<p>Page 155</p> <p>1 JOE PALLETT </p>

40 (Pages 154 - 157)

Pa

1 JOE PALLETT

9 MS. DUVDEVANI: Objection.

10 A No.

11 Q Why not?

12 MS. DUVDEVANI: Objection.

1

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1 JOE PALLETT

2

3 A Yes.
4 Q So when Mary Ange went to
5 inspect the shoes, what did she do to
6 inspect the shoes?

9 MS. DUVDEVANI: Objection.
10 A No.
11 Q Why not?
12 MS. DUVDEVANI: Objection.

15 Q And what did she find?
16 A She found that three of the
17 pairs of shoes that were suspicious of
18 being counterfeit were, in fact,
19 counterfeit.
20 Q And so what did brand
21 protection do next with respect to those
22 counterfeit -- alleged counterfeit shoes?
23 MS. DUVDEVANI: Objection.
24 A Mary Ange took the product,
25 put them in a shipping box and sent them

1 JOE PALLETT

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1 JOE PALLETT

2 to me.

3 Q What did you do with them
4 once you received them?

5 MS. DUVDEVANI: Objection.

6 A I inspected them myself and
7 then stored them in the brand protection
8 evidence locker.

9 Q How did you inspect them?

25 Q Does that include people

70 (Pages 274 - 277)

1 JOE PALLETT
2 MS. DUVDEVANI: If you're
3 about to state -- I'm going to direct
4 you not to make any statements about
5 what you discussed with counsel for
6 Nike.

7 — THE WITNESS: Okay.

15 MS. DUVDEVANI: I'm going to
16 object and instruct the witness not
17 to answer on the basis of
18 attorney-client privilege.

A black and white image showing a dark rectangular area with several white rectangular highlights. A vertical white bar is on the left, and a horizontal white bar is at the bottom. There are also small white rectangles near the top left and right edges.

The image consists of a series of vertical bars of varying heights, rendered in black against a white background. The bars are arranged in a sequence that suggests a step function or a digital signal. On the far left, there is a single tall black bar. To its right, a series of shorter black bars of decreasing height follows, ending with a very short bar. This pattern repeats several times, creating a stepped, staircase-like effect across the frame. The overall appearance is abstract and technical, possibly representing a binary sequence or a specific type of data visualization.

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1 JOE PALLETT
2 with the Bates Stamp NIKE0039039
3 through 39043.
4 (The above-referred-to
5 document was marked as Exhibit 13 for
6 identification, as of this date.)
7 Q Have you seen this before?
8 It might be in a bigger version.
9 A Yes.

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1 JOE PALLETT

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1 JOE PALLETT

Page 283

JOE PALLETT

Page 285

Page 28

1 JOE PALLETT
2 inspections of 112 and 113?
3 MS. DUVDEVANI: Objection.

6 Q Sure. We can start there.
7 A Yes.

11 MS. DUVDEVANI: Objection.

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1 JOE PALLETT
 2 [REDACTED]
 3 MS. DUVDEVANI: Objection.
 [REDACTED]

Page 290

1 JOE PALLETT
 2 Q Let's look at the page with
 3 the number ending 930.
 4 Looks like the very top of
 5 the e-mail shows an e-mail response from
 6 you, "Hi, Dennis." You see where I'm
 7 looking?
 8 A Yes.
 9 Q The second paragraph there
 10 says,
 [REDACTED]

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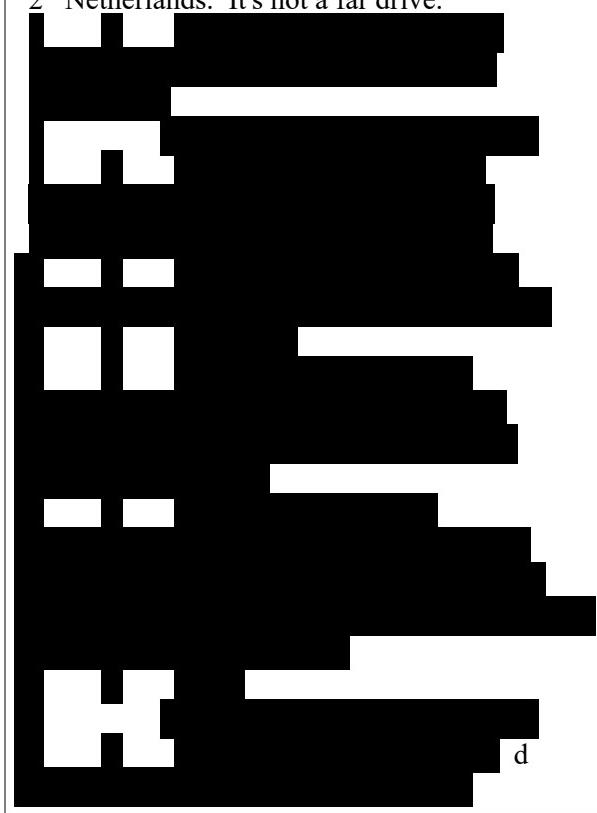
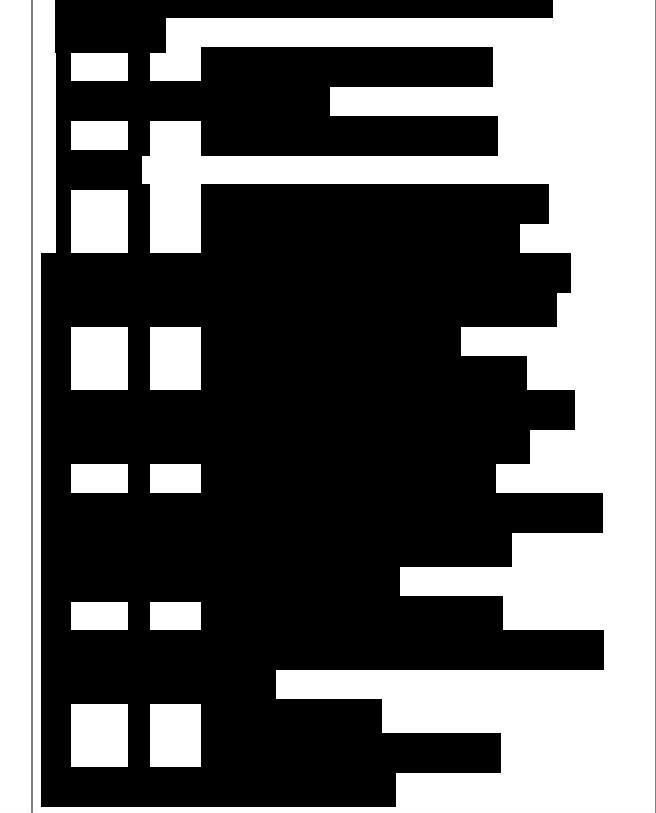
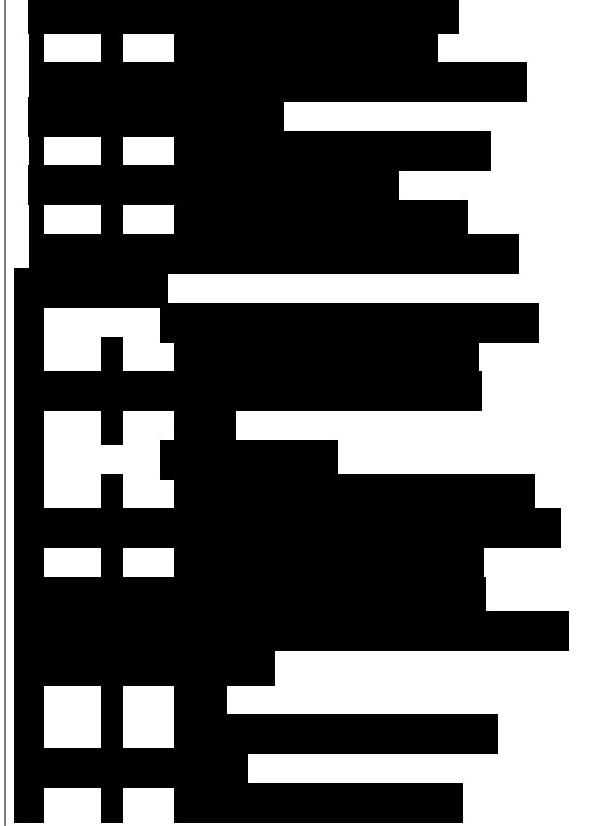
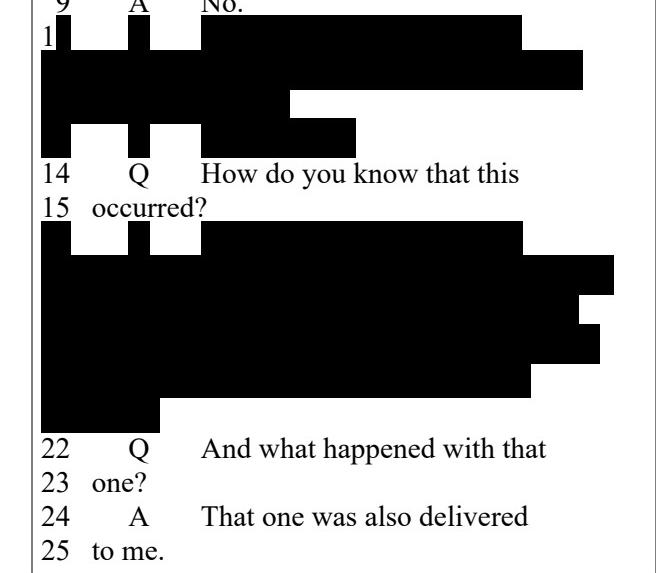
1 JOE PALLETT
 2 [REDACTED]
 7 MS. BANNIGAN: I'm going to
 8 mark as Exhibit 14, an e-mail chain
 9 with the Bates Stamp NIKE0025929
 10 through 25931. It's an e-mail chain
 11 from March 29th, 2022, titled
 12 [REDACTED]
 13 (The above-referred-to
 14 document was marked as Exhibit 14 for
 15 identification, as of this date.)
 16 Q Is this one of the e-mails
 17 you reviewed yesterday to refresh your
 18 recollection of the facts of this
 19 investigation?
 20 A I'm sorry. What?
 21 Q Was this one of the e-mails
 22 you said you reviewed yesterday to
 23 refresh your recollection of the facts of
 24 this investigation?
 25 A Some of these, yes.

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1 JOE PALLETT
 [REDACTED]
 12 MS. DUVDEVANI: Objection.
 [REDACTED]
 25 A Mary Ange lives in the

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74 (Pages 290 - 293)

1 JOE PALLETT 2 Netherlands. It's not a far drive. 	Page 294 1 JOE PALLETT 
1 JOE PALLETT 	Page 295 1 JOE PALLETT 2 Q When did that occur? 3 A I'm not sure. 6 A That one, I don't know. 7 Q Do you have any idea of the 8 ballpark? 9 A No. 14 Q How do you know that this 15 occurred?  22 Q And what happened with that 23 one? 24 A That one was also delivered 25 to me.

75 (Pages 294 - 297)

Veritext Legal Solutions

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212-267-6868

516-608-2400

1 JOE PALLETT
2 Q Was that determined to be
3 counterfeit?
4 A Yes.
5 Q What kind of shoe is that?
6 A I'm not positive. But I
7 believe it was one of the Air Jordan 1s,
8 red patent leather.
9 Q And how is that shoe
10 determined to be counterfeit?
11 A I don't recall the initial
12 determination. But I confirmed it was
13 counterfeit.
14 Q What did you do to confirm
15 it was counterfeit?

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The image is a black and white abstract graphic. It features several thick, horizontal black bars of varying lengths and positions, set against a white background. The bars are irregular in shape, creating a sense of depth and texture. The overall composition is minimalist and geometric.

15 MS. DUVDEVANI: Objection.

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Page 301

17 MS. BANNIGAN: [REDACTED]
18 [REDACTED] That should have been
19 produced a long time ago.
20
21 MS. DUVDEVANI: Make your
22 request. We will respond.
23 MS. BANNIGAN: We've made
24 our request multiple times for
25 relevant information.

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1
 2 C E R T I F I C A T I O N
 3
 4
 5 I, ANTHONY GIARRO, a Shorthand
 6 Reporter and a Notary Public, do hereby
 7 certify that the foregoing witness, JOE
 8 PALLETT, was duly sworn on the date
 9 indicated, and that the foregoing, to the
 10 best of my ability, is a true and accurate
 11 transcription of my stenographic notes.

12 I further certify that I am not
 13 employed ~~by nor related to any party to~~
 14 this action



17

18 ANTHONY GIARRO
 19
 20
 21
 22
 23
 24
 25

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1
 2 ERRATA SHEET
 VERITEXT/NEW YORK REPORTING, LLC
 3 1-800-727-6396
 4 330 Old Country Road 7 Times Square
 Mineola, New York 11501 New York, New
 5 York 10036
 6 NAME OF CASE: Nike versus StockX
 DATE OF DEPOSITION: February 8, 2023
 7 NAME OF DEPONENT: Joe Pallett
 8

PAGE LINE (S)	CHANGE	REASON
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18		
19		
20		

21 JOE PALLETT

22 SUBSCRIBED AND SWORN TO BEFORE ME
 23 THIS ____ DAY OF _____, 20 _____.
 24

25 (NOTARY PUBLIC) MY COMMISSION EXPIRES:

90 (Pages 354 - 355)

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